

RECORDATION NO. 27549 FILED

JUL 01 '08 -12 30 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

July 1, 2008

Anne K. Quinlan, Esq.  
Acting Secretary  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Agreement, dated as of July 1, 2008, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: Trinity Industries Leasing Company  
2525 Stemmons Freeway  
Dallas, Texas 75207

[Lessee: Pattison Sand Company, L.L.C.  
23510 Great River Road  
Clayton, Iowa 52049]

Anne K. Quinlan, Esq.  
July 1, 2008  
Page 2

A description of the railroad equipment covered by the enclosed document is:

110 hopper cars: ICE 10251 - ICE 10310, ICE 11251 - ICE 11299 and ICE 11309.

A short summary of the document to appear in the index is:

Memorandum of Lease Agreement.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

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**MEMORANDUM OF LEASE AGREEMENT** SURFACE TRANSPORTATION BOARD

Memorandum of Lease Agreement dated as of July 1, 2008 by Trinity Industries Leasing Company, a Delaware corporation (the "Lessor").

**W I T N E S S E T H:**

Lessor and Pattison Sand Company, L.L.C., an Iowa limited liability company (the "Lessee") are parties to that certain Railroad Car Lease Agreement (the "Lease Agreement"), dated July 26, 2007, whereby Lessor has agreed to lease to the Lessee and the Lessee has agreed to lease from Lessor certain railroad cars as listed on each Rider incorporated therein.

Lessor and Lessee have executed Rider Three (3) to Railroad Car Lease Agreement, effective January 29, 2008, as amended by that certain Amendment No. 01 to Rider Three (3) effective February 1, 2008, whereby Lessor has agreed to lease to Lessee and the Lessee has agreed to lease from Lessor certain railroad cars bearing road numbers as listed on Exhibit A hereto.

[Memorandum of Lease Agreement]

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

TRINITY INDUSTRIES LEASING  
COMPANY

By: 

Name: Eric R. Marchetto

Title: Vice President

Executed on this 1<sup>st</sup> day of July, 2008

[Memorandum of Lease Agreement]

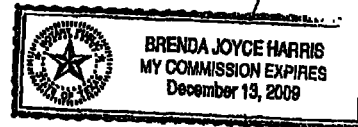
STATE OF TEXAS           )  
                                      ) SS:  
COUNTY OF DALLAS       )

On this, the 1<sup>st</sup> day of July 2008, before a Notary Public in an for said County and State, personally appeared Eric L. Manchitto, who being by me duly sworn, says that he is the Vice President of Trinity Industries Leasing Company, that said instrument was signed on July 1, 2008 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Brenda Joyce Harris  
Name: \_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_  
Residing in Dallas TX



[Memorandum of Lease Agreement]

**EXHIBIT A**

|                      |   |
|----------------------|---|
| <b>Equipment:</b>    | 3,281 cubic foot hopper cars                                  |
| <b>Quantity:</b>     | One Hundred Ten (110)   |
| <b>Road Numbers:</b> | ICE 10251 – ICE 10310, ICE 11251 – ICE 11299<br>and ICE 11309 |

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 7/1/08



\_\_\_\_\_  
Robert W. Alvord